

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L03000033799
FILED 8:00 AM
September 08, 2003
Sec. Of State**

Article I

The name of the Limited Liability Company is:

NAKED BONGOS LLC

Article II

The street address of the principal office of the Limited Liability Company is:

220 14TH AVENUE NE
SAINT PETERSBURG, FL. FL 33701

The mailing address of the Limited Liability Company is:

220 14TH AVENUE NE
SAINT PETERSBURG, FL. FL 33701

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

NEIL P DEGROOT
220 14TH AVENUE NE
SAINT PETERSBURG, FL. 33701

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: NEIL DEGROOT

Article V

The name and address of managing members/managers are:

Title: MGRM
WATERSHED ENTERTAINMENT HOLDINGS LLC
2711 CENTERVILLE ROAD, SUITE 400
WILMINGTON, DL. 19808 US

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Article VI

The effective date for this Limited Liability Company shall be:

09/13/2003

Signature of member or an authorized representative of a member

Signature: NEIL P. DEGROOT